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Form 990-PF

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2014

Department of the Treasury
Internal Revenue ServiceDo not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation OCEANIC HERITAGE FOUNDATION		A Employer identification number 43-1836518
Number and street (or P.O. box number if mail is not delivered to street address) C/O BBH & CO., 140 BROADWAY (PB-TAX)		B Telephone number 212-493-8219
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10005		C If exemption application is pending, check here ☐
G Check all that apply. ☐ Initial return ☐ Final return ☒ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 9,833,512.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		1,449,985.		N/A	
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		7,210.	7,210.		STATEMENT 1
4 Dividends and interest from securities		154,081.	154,081.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		327,197.			
b Gross sales price for all assets on line 6a 1,821,825.					
7 Capital gain net income (from Part IV, line 2)			327,197.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		1,938,473.	488,488.		
13 Compensation of officers, directors, trustees, etc.		50,000.	12,500.		37,500.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		17,661.			17,661.
b Accounting fees					
c Other professional fees STMT 4		171,687.	102,312.		69,375.
17 Interest					
18 Taxes STMT 5		10,541.	4,068.		0.
19 Depreciation and depletion		8,729.			
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		21,398.	0.		21,398.
24 Total operating and administrative expenses. Add lines 13 through 23		280,016.	118,880.		145,934.
25 Contributions, gifts, grants paid		2,550,758.			2,550,758.
26 Total expenses and disbursements. Add lines 24 and 25		2,830,774.	118,880.		2,696,692.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<892,301.>			
b Net investment income (if negative, enter -0-)			369,608.		
c Adjusted net income (if negative, enter -0-)				N/A	

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11-24-14

LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		440,262.	706,922.	706,922.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 8		6,097,578.	5,781,613.	8,820,874.
	c	Investments - corporate bonds STMT 9		299,205.	299,205.	305,716.
	Liabilities	11	Investments - land, buildings, and equipment: basis ▶		842,758.	
		Less: accumulated depreciation ▶				
12		Investments - mortgage loans				
13		Investments - other				
14		Land, buildings, and equipment: basis ▶ 37,134.				
		Less: accumulated depreciation STMT 10 ▶ 37,134.		8,729.	0.	0.
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		7,688,532.	6,787,740.	9,833,512.
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		7,688,532.	7,688,532.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		0.	<900,792.>	
30	Total net assets or fund balances		7,688,532.	6,787,740.		
31	Total liabilities and net assets/fund balances		7,688,532.	6,787,740.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	7,688,532.
2	Enter amount from Part I, line 27a	2	<892,301.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	6,796,231.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	8,491.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,787,740.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a BBH #8938 SEE STATEMENT ATTACHED	P	08/12/14	VARIOUS
b BBH #8938 SEE STATEMENT ATTACHED	P	VARIOUS	VARIOUS
c JOHNSON & JOHNSON	P	VARIOUS	04/21/14
d CAPITAL GAINS DIVIDENDS			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 340,000.		340,000.	0.
b 1,453,230.		1,153,764.	299,466.
c 1,392.		864.	528.
d 27,203.			27,203.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			0.
b			299,466.
c			528.
d			27,203.
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	327,197.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	1,775,971.	8,750,342.	.202960
2012	1,683,619.	7,995,053.	.210583
2011	1,343,235.	7,599,443.	.176754
2010	1,374,016.	7,604,284.	.180690
2009	1,161,493.	6,600,308.	.175976

2 Total of line 1, column (d)	2	.946963
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.189393
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	9,906,046.
5 Multiply line 4 by line 3	5	1,876,136.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,696.
7 Add lines 5 and 6	7	1,879,832.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	2,696,692.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	3,696.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,696.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,696.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	3,240.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3,240.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	32.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	488.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax ☐ Refunded ☒	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ DE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► BBH & CO. Telephone no. ► 212 493 8000 Located at ► 140 BROADWAY (PB-TAX), NEW YORK, NY ZIP+4 ► 10005			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ►	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years ► , , ,	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

N/A

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CHRYSSANTHY L. MENOUDAKOS	DIRECTOR, PRESIDENT			
C/O BBH & CO, 140 BROADWAY (PB-TAX)	5.00	0.	0.	0.
NEW YORK, NY 10005				
JOHN K. MENOUDAKOS	DIRECTOR, VICE-PRESIDENT			
C/O BBH & CO, 140 BROADWAY (PB-TAX)	15.00	50,000.	0.	0.
NEW YORK, NY 10005				

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
BROWN BROTHERS HARRIMAN & CO 140 BROADWAY, NEW YORK, NY 10005	INVESTMENT ADVISORY	79,049.
ANNE-MARIE CLAVELLI - PO BOX 2130, LENOX HILL STATION, NEW YORK, NY 10021	CONSULTING	50,000.
GEORGIA SIAMPALITOTIA - PO BOX 2130, LENOX HILL STATION, NEW YORK, NY 10021	CONSULTING	42,500.

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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Part X**Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	9,302,264.
b	Average of monthly cash balances	1b	453,817.
c	Fair market value of all other assets	1c	300,818.
d	Total (add lines 1a, b, and c)	1d	10,056,899.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	10,056,899.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	150,853.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,906,046.
6	Minimum investment return. Enter 5% of line 5	6	495,302.

Part XI**Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	495,302.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	3,696.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,696.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	491,606.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	491,606.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	491,606.

Part XII**Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,696,692.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,696,692.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	3,696.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,692,996.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				491,606.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009	832,492.			
b From 2010	995,770.			
c From 2011	966,673.			
d From 2012	1,285,856.			
e From 2013	1,344,920.			
f Total of lines 3a through e	5,425,711.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 2,696,692.				
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				491,606.
e Remaining amount distributed out of corpus	2,205,086.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	7,630,797.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	832,492.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	6,798,305.			
10 Analysis of line 9:				
a Excess from 2010	995,770.			
b Excess from 2011	966,673.			
c Excess from 2012	1,285,856.			
d Excess from 2013	1,344,920.			
e Excess from 2014	2,205,086.			

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> SEE ATTACHED		PC		1,708,000.
CHURCHIE FOUNDATION (ANGLICAN CHURCH GRAMMAR SCHOOL) OAKLANDS PARADE EAST BRISBANE, QUEENSLAND, AUSTRALIA 4169		PC	GENERAL SUPPORT	842,758.
Total			3a	2,550,758.
<i>b Approved for future payment</i> SEE ATTACHED		PC		1,075,000.
Total			3b	1,075,000.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|----------|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here  **EXECUTIVE VP & SECRETARY**

Signature of officer or trustee _____ Date _____ Title _____

May the IRS discuss this return with the preparer shown below (see instr.)?
☒ **Yes** ☐ **No**

Paid Preparer Use Only	Print/Type preparer's name JONATHAN CURRY-EDWARDS	Preparer's signature 	Date 5/11/15	Check ☐ if self-employed	PTIN P01631523
	Firm's name ▶ BROWN BROTHERS HARRIMAN & CO			Firm's EIN ▶ 13-4973745	
	Firm's address ▶ 140 BROADWAY, 4TH FL NEW YORK, NY 10005			Phone no. 212-493-8000	

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014

Name of the organization

OCEANIC HERITAGE FOUNDATION

Employer identification number

43-1836518

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization	Employer identification number
OCEANIC HERITAGE FOUNDATION	43-1836518

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN K. & CHRYSANTHY L. MENOUDAKOS C/O BBH & CO, 140 BROADWAY (PB-TAX) NEW YORK, NY 10005	\$ 1,449,985.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

OCEANIC HERITAGE FOUNDATION

43-1836518

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____ _____	\$ _____	_____
	_____ _____ _____ _____	\$ _____	_____
	_____ _____ _____ _____	\$ _____	_____
	_____ _____ _____ _____	\$ _____	_____
	_____ _____ _____ _____	\$ _____	_____
	_____ _____ _____ _____	\$ _____	_____
	_____ _____ _____ _____	\$ _____	_____

Name of organization

Employer identification number

OCEANIC HERITAGE FOUNDATION**43-1836518****Part III**

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

2014 Tax Information Statement

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Account Number:
 Recipient's Tax ID Number: XX-XXX6518
 Recipient's Name and Address:
 OCEANIC HERITAGE FOUNDATION
 140 BROADWAY, COOP # 7900
 NEW YORK, NY 10005

☐ Corrected ☐ 2nd TIN notice

BROWN BROTHERS HARRIMAN
 140 BROADWAY
 NEW YORK, NY 10005

2014 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.
 Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales									
BBH LIMITED DURATION FUND CL N									
05528X802	09/12/2014	08/12/2014	250,000.00	250,000.00		0.00	0.00	0.00	0.00
BBH LIMITED DURATION FUND CL N									
05528X802	09/25/2014	08/12/2014	90,000.00	90,000.00		0.00	0.00	0.00	0.00
Total Short Term Sales			340,000.00	340,000.00		0.00	0.00	0.00	0.00
Long Term Sales									
DENTSPLY INTL INC									
249030107	01/07/2014	Various	19,388.30	12,775.60		0.00	6,612.70	0.00	0.00
DENTSPLY INTL INC									
249030107	01/10/2014	11/05/2010	12,950.90	8,417.70		0.00	4,533.20	0.00	0.00
BBH LIMITED DURATION FUND CL N									
05528X802	02/25/2014	05/11/2010	70,525.05	70,184.68		0.00	340.37	0.00	0.00
T ROWE PRICE INST HIGH YIELD									
77958B204	02/25/2014	11/14/2011	30,000.00	28,539.55		0.00	1,460.45	0.00	0.00
LIBERTY INTERACTIVE A									
53071M104	02/26/2014	04/30/2010	6,750.18	3,053.24		0.00	3,696.94	0.00	0.00

This is important tax information and is being furnished to you.

2014 Tax Information Statement

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Recipient's Name and Address:
OCEANIC HERITAGE FOUNDATION
140 BROADWAY, COOP # 7900
NEW YORK, NY 10005

Account Number: XX-XXX6518
Recipient's Tax ID Number:

☐ Corrected ☐ 2nd TIN notice

BROWN BROTHERS HARRIMAN
140 BROADWAY
NEW YORK, NY 10005

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
53071M104	02/27/2014	04/30/2010	7,072.28	3,200.54		0.00	3,871.74	0.00	0.00
	LIBERTY INTERACTIVE A								
478160104	04/21/2014	Various	68,230.17	36,392.04		0.00	31,838.13	0.00	0.00
	JOHNSON & JOHNSON								
478160104	04/28/2014	04/07/2004	20,091.57	10,340.00		0.00	9,751.57	0.00	0.00
	JOHNSON & JOHNSON								
66987V109	04/29/2014	09/30/2010	9,771.08	6,508.22		0.00	3,262.86	0.00	0.00
	NOVARTIS AG - ADR								
66987V109	04/30/2014	09/30/2010	16,178.13	10,770.25		0.00	5,407.88	0.00	0.00
	NOVARTIS AG - ADR								
478160104	06/04/2014	Various	20,495.50	9,631.00		0.00	10,864.52	0.00	0.00
	JOHNSON & JOHNSON								
478160104	07/07/2014	12/17/2007	32,248.51	13,516.83		0.00	18,731.68	0.00	0.00
	JOHNSON & JOHNSON								
478160104	07/09/2014	12/17/2007	25,973.67	10,929.45		0.00	15,044.22	0.00	0.00
	T ROWE PRICE INST HIGH YIELD								
77958B204	08/12/2014	11/14/2011	647,299.42	621,460.45		0.00	25,838.97	0.00	0.00

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2014 Tax Information Statement

Account Number:
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Recipient's Name and Address:
 OCEANIC HERITAGE FOUNDATION
 140 BROADWAY, COOP # 7900
 NEW YORK, NY 10005

BROWN BROTHERS HARRIMAN
 140 BROADWAY
 NEW YORK, NY 10005

☐ Corrected ☐ 2nd TIN notice

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 Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
JOHNSON & JOHNSON									
478160104	09/04/2014	12/17/2007	12,269.38	5,263.98		0.00	7,005.40	0.00	0.00
JOHNSON & JOHNSON									
478160104	09/05/2014	12/17/2007	24,340.22	10,438.74		0.00	13,901.48	0.00	0.00
PEPSICO INC									
713448108	09/24/2014	11/05/2010	18,719.61	13,002.46		0.00	5,717.15	0.00	0.00
PEPSICO INC									
713448108	09/24/2014	02/21/2012	561.59	378.75		0.00	182.84	0.00	0.00
BERKSHIRE HATHAWAY INC-CL B									
084670702	09/25/2014	11/05/2010	6,852.87	4,168.25		0.00	2,684.62	0.00	0.00
BERKSHIRE HATHAWAY INC-CL B									
084670702	09/25/2014	02/25/2011	34,264.34	21,008.73		0.00	13,255.61	0.00	0.00
MICROSOFT CORP									
594918104	09/25/2014	Various	32,275.50	33,514.16		0.00	-1,238.66	0.00	0.00
NOVARTIS AG - ADR									
66987V109	09/25/2014	09/30/2010	9,317.16	5,759.49		0.00	3,557.66	0.00	0.00
NOVARTIS AG - ADR									
66987V109	09/25/2014	08/05/2011	9,317.16	5,731.50		0.00	3,585.66	0.00	0.00

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2014 Tax Information Statement

Recipient's Name and Address:
OCEANIC HERITAGE FOUNDATION
140 BROADWAY, COOP # 7900
NEW YORK, NY 10005

Account Number:
Recipient's Tax ID Number: XX-XXX6518

☐ Corrected ☐ 2nd TIN notice

BROWN BROTHERS HARRIMAN
140 BROADWAY
NEW YORK, NY 10005

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
PEPSICO INC									
713448108	10/07/2014	02/21/2012	27,406.15	18,558.75		0.00	8,847.40	0.00	0.00
PEPSICO INC									
713448108	10/20/2014	03/06/2012	37,391.25	25,086.00		0.00	12,305.25	0.00	0.00
WASTE MANAGEMENT INC									
94106L109	11/04/2014	04/30/2010	33,927.34	24,411.03		0.00	9,516.31	0.00	0.00
LIBERTY VENTURES SER A									
53071M880	11/07/2014	04/30/2010	20.88	8.38		0.00	12.50	0.00	0.00
WASTE MANAGEMENT INC									
94106L109	11/10/2014	04/30/2010	6,681.11	4,707.84		0.00	1,973.27	0.00	0.00
LIBERTY VENTURES SER A									
53071M880	11/12/2014	Various	23,354.65	9,308.01		0.00	14,046.64	0.00	0.00
LIBERTY VENTURES SER A									
53071M880	11/12/2014	Various	7,946.57	2,894.33		0.00	5,052.24	0.00	0.00
WASTE MANAGEMENT INC									
94106L109	11/13/2014	04/30/2010	3,802.32	2,685.21		0.00	1,117.11	0.00	0.00
TARGET CORP									
87612E106	12/01/2014	Various	43,544.46	32,863.68		0.00	10,680.78	0.00	0.00

This is important tax information and is being furnished to you.

2014 Tax Information Statement

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Account Number:

XX-XXX6518

Recipient's Tax ID Number:

XX-XXX6518

BROWN BROTHERS HARRIMAN
140 BROADWAY
NEW YORK, NY 10005

Recipient's Name and Address:
OCEANIC HERITAGE FOUNDATION
140 BROADWAY, COOP # 7900
NEW YORK, NY 10005

☐ Corrected

☐ 2nd TIN notice

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
931142103	12/01/2014	04/30/2010	27,451.56	17,157.66		0.00	10,293.90	0.00	0.00
	WAL-MART STORES INC								
931142103	12/02/2014	Various	41,606.72	25,913.46		0.00	15,693.26	0.00	0.00
	WAL-MART STORES INC								
931142103	12/02/2014	04/15/2011	8,632.10	5,357.49		0.00	3,274.61	0.00	0.00
	TARGET CORP								
87612E106	12/16/2014	12/30/2011	14,510.08	10,351.00		0.00	4,159.08	0.00	0.00
	WASTE MANAGEMENT INC								
94106L109	12/16/2014	04/30/2010	19,706.01	13,949.16		0.00	5,756.85	0.00	0.00
	TARGET CORP								
87612E106	12/18/2014	12/30/2011	22,356.32	15,526.50		0.00	6,829.82	0.00	0.00
Total Long Term Sales			1,453,230.11	1,153,764.11		0.00	299,466.01	0.00	0.00

Unknown Term Sales

JOHNSON & JOHNSON

478160104 04/21/2014 01/01/1901

Total Unknown Term Sales

1,392.45 863.74U
1,392.45 863.74

This is important tax information and is being furnished to you.

2014 Contribution Disbursements

Organization	Payment	Purpose
Achilles International 42 West 38th Street, Suite 400 New York, NY 10018	\$15,000	Achilles Freedom Team
Actors Fund of America 729 Seventh Avenue, 10th Floor New York, NY 10019	\$7,500	Education Training Courses
Alvin Ailey American Dance Theater 405 West 55th Street New York, NY 10019	\$15,000	Support for Ailey II
American Ballet Theatre 890 Broadway New York, NY 10003	\$15,000	ABT's Studio Company
American Farm School 1133 Broadway, Suite 1226 New York, NY 10010	\$25,000	Financial Aid
American Farm School 1133 Broadway, Suite 1226 New York, NY 10010	\$133,000	Preschool Project
American Farm School 1133 Broadway, Suite 1226 New York, NY 10010	\$25,000	Financial Aid
American Heart Association National Center 7272 Greenville Avenue Dallas, TX 75231	\$5,000	Go Red for Women
American Museum of Natural History Central Park West at 79th Street New York, NY 10024	\$15,000	Science Mentoring and STEM Programs
American School of Classical Studies at Athens Gennadius Library 6-8 Charlton Street Princeton, NJ 08540	\$7,500	Support for Gennadius Library
AmeriCares Inc. 88 Hamilton Avenue Stamford, CT 06902	\$20,000	AmeriCares FreeClinics
AmeriCares Inc. 88 Hamilton Avenue Stamford, CT 06902	\$20,000	Disaster Relief Efforts
AmeriCares Inc. 88 Hamilton Avenue Stamford, CT 06902	\$15,000	Philippines Disaster Relief

Organization	Payment	Purpose
Anatolia College Office of Trustees 18 Tremont Street, Suite 704 Boston, MA 02108	\$10,000	Financial Aid
Camp AmeriKids 88 Hamilton Avenue Stamford, CT 06902	\$7,500	Leader-in-Training Program
Cathedral of St. John the Divine 1047 Amsterdam Avenue New York, NY 10025	\$10,000	Children's Quest Fund
Cathedral of St. John the Divine 1047 Amsterdam Avenue New York, NY 10025	\$5,000	Restoration Efforts
Central Park Conservancy 14 East 60th Street New York, NY 10022	\$10,000	Playground Renovation
Central Park Conservancy 14 East 60th Street New York, NY 10022	\$10,000	Youth Programs
Chapin School 100 East End Avenue New York, NY 10028	\$7,500	Financial Aid
Children's Aid Society 105 East 22nd Street New York, NY 10010	\$15,000	After-School and College-Prep Programs
Children's Aid Society 105 East 22nd Street New York, NY 10010	\$15,000	Support for Children's Programs
Children's Scholarship Fund 8 West 38th Street, 9th Floor New York, NY 10018	\$10,000	Financial Aid
Churchie Foundation (Anglican Church Grammar School) Oaklands Parade East Brisbane Queensland 4169 Australia	\$25,000	Financial Aid
City Harvest, Inc. 6 East 32nd Street New York, NY 10016	\$15,000	Child Hunger Relief Programs

Organization	Payment	Purpose
Doctors Without Borders 333 Seventh Avenue, 2nd Floor New York, NY 10001	\$15,000	Child Malnutrition Relief Programs
Doctors Without Borders 333 Seventh Avenue, 2nd Floor New York, NY 10001	\$30,000	Relief Programs
End Hunger Network 365 Sycamore Road Santa Monica CA 90402	\$15,000	Child Hunger Relief Programs
Feeding America 35 East Wacker Drive, Suite 2000 Chicago, IL 60601	\$15,000	Child Hunger Relief Programs
Fisher House Foundation, Inc. 111 Rockville Pike, Suite 420 Rockville, Maryland 20850	\$15,000	Veterans' Services
Foundation of the American Academy of Ophthalmology 655 Beach Street San Francisco, CA 94109	\$15,000	Academy Education Fund
Fresh Air Fund 633 Third Avenue, 14th Floor New York, NY 10017	\$7,500	Fresh Air Fund Camps
Frick Collection 1 East 70th Street New York, NY 10021	\$7,500	Educational Outreach
Fund for American Studies 1706 New Hampshire Ave. NW Washington, DC 20009	\$12,500	Summer School
George W. Bush Foundation Post Office Box 600610 Dallas, TX 75360	\$20,000	MSM and AREL Education Programs
Germantown Academy Post Office Box 287 Morris Road Fort Washington, PA 19034	\$20,000	Financial Aid
Give-An-Hour Post Office Box 5918 Bethesda, MD	\$15,000	Veterans' Mental Health Services
Global Green USA 2218 Main Street, 2nd Floor Santa Monica, CA 90405	\$15,000	Water Education and Management
Greek-United States Fulbright Fdn, Inc. 2300 North Street Washington, DC 20037	\$25,000	Support for Educational Exchanges
Helen Keller International 352 Park Avenue South 12th Floor New York, NY 10010	\$12,500	Program combatting blindness

Organization	Payment	Purpose
Heritage Foundation 214 Massachusetts Ave NE, Washington, DC 20002	\$7,500	Internship Program Support
Hole in Wall Gang Camp 555 Long Wharf Drive New Haven, CT 06511	\$10,000	Camp Educational Programs
Hole in Wall Gang Camp 555 Long Wharf Drive New Haven, CT 06511	\$7,500	Summer Camp Support
Hospital for Special Surgery 535 East 70th Street New York, NY 10021	\$10,000	Patient Outreach Program
Iowa State University Foundation 2505 University Boulevard Ames, IA 50010	\$15,000	Financial Aid
Isabel O'Neil Foundation for the Art of the Painted Finish, Inc. 315 East 91st Street New York, NY 10128	\$5,000	General Support
Jazz at Lincoln Center (JALC) 3 Columbus Circle, 12th Floor New York, NY 10019	\$7,500	Educational Outreach Programs
Johns Hopkins School of Medicine 100 North Charles Street Baltimore, MD 21201	\$12,500	Financial Aid
John Hopkins University 1101 East 33 rd Street Baltimore, MD 21218	\$12,500	Financial Aid
Juvenile Diabetes Research Foundation International 120 Wall Street, 19th Floor New York, NY 10005	\$15,000	Medical Research and Outreach
Lenox Hill Hospital 100 East 77th Street New York, NY 10021	\$10,000	Emergency Room Support
Lincoln Center Corporate Fund 70 Lincoln Center Plaza New York, NY 10023	\$15,000	Support for Constituents
Lincoln Center Theater Vivian Beaumont Theater, Inc 150 West 65th Street New York, NY 10023	\$15,000	Educational Outreach
Make-A-Wish Foundation of Metro NY 1111 Marcus Ave. Suite LL22 Lake Success, NY 11042	\$7,500	Program Support (NY office)

Organization	Payment	Purpose
Marine Toys for Tots 18251 Quantico Gateway Drive Triangle, VA 22172	\$7,500	Toy Distribution Program
Mayo Clinic 200 First Street SW Rochester, MN 55905	\$15,000	Mayo Clinic Medical School
Memorial Sloan Kettering Cancer Center 1275 York Avenue New York, NY 10065	\$15,000	Hospital Schools Program
Memorial Sloan Kettering Cancer Center 633 Third Avenue, 28th Floor New York, NY 10017	\$50,000	Patient Care
Metropolitan Museum of Art 1000 Fifth Avenue New York, NY 10028	\$25,000	Civil War and American Art Exhibition
Metropolitan Museum of Art 1000 Fifth Avenue New York, NY 10028	\$200,000	American Wing Conservation and Teacher Training
Metropolitan Museum of Art 1000 Fifth Avenue New York, NY 10028	\$75,000	Teen Programs
Metropolitan Opera 70 Lincoln Center Plaza New York, NY 10023	\$20,000	Educational Outreach Programs
Mount Vernon Ladies Association Post Office Box 110 Mount Vernon, VA 22121	\$5,000	Educational Outreach Programs
Museum of Modern Art 11 West 53rd Street New York, NY 10019	\$15,000	"Family Lab" Interactive Spaces
New York City Ballet New York State Theater 20 Lincoln Center New York, NY 10025	\$20,000	Educational Outreach Support
New York City Center (City Center 55th Street Theatre Fdn.) 130 West 56th Street New York, NY 10019	\$5,000	Educational Outreach Programs
New York City Police Foundation 345 Park Avenue New York, NY 10154	\$7,500	Real Time Crime Center
New York Philharmonic Symphony Society of New York Inc. 10 Lincoln Center Plaza New York, NY 10023	\$7,500	Educational Outreach Programs

Organization	Payment	Purpose
New York Presbyterian Hospital 525 East 68th Street, Box 156 New York, NY 10021	\$10,000	Fund for Medicine
New York Presbyterian Hospital 654 West 170th Street New York, NY 10032	\$50,000	Patient Care
New York Public Library 188 Madison Avenue, 5th Floor New York, NY 10016	\$20,000	Summer Reading and Writing Program
New York University 726 Broadway, 2nd Floor New York, NY 10003	\$12,500	Financial Aid
New York University 726 Broadway, 2nd Floor New York, NY 10003	\$30,000	Exhibition Support
New York University Langone Medical Ctr. One Park Avenue, 17th Floor New York, NY 10016	\$50,000	Patient Care
NYU Polytechnic School of Engineering 6 Metrotech Center Brooklyn, NY 11201	\$12,500	Financial Aid
Preservation Society of Newport County (The) 424 Bellevue Avenue Newport, RI 02840	\$7,500	Campaign support
Royal Oak Foundation 35 West 35th Street, Suite 1200 New York, NY 10001	\$5,000	Educational Outreach
School of American Ballet 70 Lincoln Center Plaza New York, NY 10023	\$10,000	Financial Aid
Seamen's Church Institute 241 Water Street New York, NY 10038	\$7,500	Maritime Education Training Programs
SOS Children's Villages 1001 Connecticut Ave., NW Suite #1250 Washington, DC 20036	\$15,000	Program Support
Special Operations Warrior Foundation 1137 Marbella Plaza Drive Tampa, FL 33619	\$15,000	Financial Aid
St. Jude Children's Research Hospital 332 North Lauderdale Memphis, TN 38105	\$15,000	Support for Summer Camps
St. Jude Children's Research Hospital 332 North Lauderdale Memphis, TN 38105	\$20,000	Genome Project Support

Organization	Payment	Purpose
Teachers College, Columbia University 525 West 120th Street, Box 72 New York, NY 10027	\$15,000	Financial Aid
Teachers College, Columbia University 525 West 120th Street, Box 72 New York, NY 10027	\$25,000	Student Computing Support Center
Teachers College, Columbia University 525 West 120th Street, Box 72 New York, NY 10027	\$10,000	Financial Aid
The Spence School 22 East 91st Street New York, NY 10128	\$15,000	Financial Aid
Theatreworks USA 151 West 26th Street, 7th Floor New York, NY 10001	\$7,500	Program Support
United Negro College Fund 8260 Willow Oaks Corporate Drive Fairfax, VA 22031	\$10,000	Emergency Student Aid Program
United States Olympic Committee One Olympic Plaza Colorado Springs, CO 80909	\$7,500	Athlete Tuition Assistance Program
World Monument Fund 350 Fifth Avenue, Suite 2412 New York, NY 10118	\$10,000	Conservation Project Support
World Rehabilitation Fund 16 East 40th Street, Suite 704 New York, NY 10016	\$5,000	Rehabilitation Program Support
Yorkville Community School PS151 Parent Teacher Association (PTA) 421 East 88th Street New York, NY 10028	\$7,500	Educational Programs Support
2014 Cash Contributions Total	\$1,708,000	501(c)(3) Tax Exempt Nonprofit organizations

Pledge Commitment Schedule (2015)

Organization	2015	Balance
Total amount pledged		
<i>Project</i>		
Achilles International	\$15,000.00	\$0.00
\$60,000.00		
<i>Achilles Freedom Team</i>		
Actors Fund of America	\$7,500.00	\$0.00
\$30,000.00		
<i>Education Training Courses</i>		
Alvin Ailey American Dance Theater	\$15,000.00	\$0.00
\$60,000.00		
<i>Support for Ailey II</i>		
American Ballet Theatre	\$15,000.00	\$0.00
\$60,000.00		
<i>ABT's Studio Company</i>		
American Farm School	\$25,000.00	\$0.00
\$100,000.00		
<i>Financial Aid</i>		
American Heart Association	\$5,000.00	\$0.00
\$20,000.00		
<i>Go Red for Women</i>		
American Museum of Natural History	\$15,000.00	\$0.00
\$60,000.00		
<i>Science Mentoring and STEM Programs</i>		
American School of Classical Studies at Athens	\$7,500.00	\$0.00
\$30,000.00		
<i>Support for Gennadius Library</i>		
AmeriCares	\$20,000.00	\$0.00
\$80,000.00		
<i>AmeriCares FreeClinics</i>		
AmeriCares	\$15,000.00	\$0.00
\$30,000.00		
<i>Philippines Relief Efforts</i>		
AmeriCares	\$20,000.00	\$0.00
\$80,000.00		
<i>Disaster Relief Efforts</i>		
Camp AmeriKids, Inc.	\$7,500.00	\$0.00
\$30,000.00		
<i>Leader-in-Training Program</i>		

Anatolia College \$40,000.00 <i>Financial Aid</i>	\$10,000.00	\$0.00
Cathedral of St. John the Divine \$40,000.00 <i>Children's Quest Fund</i>	\$10,000.00	\$0.00
Cathedral of St. John the Divine \$20,000.00 <i>Support for Restoration Efforts</i>	\$5,000.00	\$0.00
Central Park Conservancy \$40,000.00 <i>Playground Renovation Program</i>	\$10,000.00	\$0.00
Central Park Conservancy \$20,000.00 <i>Youth Programs</i>	\$10,000.00	\$0.00
Chapin School \$30,000.00 <i>Financial Aid</i>	\$7,500.00	\$0.00
Children's Aid Society \$60,000.00 <i>After-School and College-Prep Programs</i>	\$15,000.00	\$0.00
Children's Scholarship Fund \$40,000.00 <i>Financial Aid</i>	\$10,000.00	\$0.00
Churchie Foundation \$100,000.00 <i>Financial Aid</i>	\$25,000.00	\$0.00
City Harvest, Inc. \$60,000.00 <i>Child Hunger Relief Programs</i>	\$15,000.00	\$0.00
Doctors without Borders \$60,000.00 <i>Child Malnutrition Relief Programs</i>	\$15,000.00	\$0.00
End Hunger Network \$60,000.00 <i>Child Hunger Relief Programs</i>	\$15,000.00	\$0.00
Feeding America \$60,000.00 <i>Child Hunger Relief Programs</i>	\$15,000.00	\$0.00
Fisher House Foundation, Inc. \$60,000.00 <i>Support for Veterans' Services</i>	\$15,000.00	\$0.00

Foundation of the American Academy of Ophthalmology \$60,000.00 <i>Academy Education Fund</i>	\$15,000.00	\$0.00
Fresh Air Fund \$30,000.00 <i>Fresh Air Fund Camps</i>	\$7,500.00	\$0.00
Frick Collection \$30,000.00 <i>Educational Outreach "Alive at the Frick"</i>	\$7,500.00	\$0.00
Fund for American Studies \$50,000.00 <i>Summer School Support</i>	\$12,500.00	\$0.00
George W. Bush Foundation \$100,000.00 <i>MSM and AREL Education Programs</i>	\$20,000.00	\$0.00
Give An Hour \$60,000 00 <i>Veterans' Mental Health Services</i>	\$15,000.00	\$0.00
Global Green USA \$60,000.00 <i>Water Education and Management</i>	\$15,000.00	\$0.00
Greek United States Fulbright Foundation, Inc. \$100,000.00 <i>Support for Educational Exchanges</i>	\$25,000.00	\$0.00
Helen Keller International \$25,000.00 <i>Programs combatting blindness</i>	\$12,500.00	\$0.00
Heritage Foundation \$30,000 00 <i>Internship Program Support</i>	\$7,500.00	\$0.00
Hole in the Wall Gang Camp \$40,000.00 <i>Camp Educational Programs</i>	\$10,000.00	\$0.00
Hospital for Special Surgery \$40,000.00 <i>Patient Outreach Program</i>	\$10,000.00	\$0.00
Iowa State University Foundation \$45,000.00 <i>Dr. Sexton Scholarship Fund - Memorial Gift</i>	\$15,000.00	\$0.00

Isabel O'Neil Studio Foundation	\$5,000.00	\$0.00
\$20,000.00		
<i>General Support</i>		
Jazz at Lincoln Center	\$7,500.00	\$0.00
\$30,000.00		
<i>Educational Outreach Programs</i>		
Johns Hopkins School of Medicine	\$12,500.00	\$0.00
\$50,000.00		
<i>Financial Aid</i>		
Johns Hopkins University	\$12,500.00	\$0.00
\$50,000.00		
<i>Financial Aid</i>		
Juvenile Diabetes Research Foundation International	\$15,000.00	\$0.00
\$60,000.00		
<i>Medical Research and Outreach</i>		
Lenox Hill Hospital	\$10,000.00	\$0.00
\$40,000.00		
<i>Emergency Room Support</i>		
Lincoln Center Corporate Fund	\$15,000.00	\$0.00
\$60,000.00		
<i>Support for Constituents</i>		
Lincoln Center Theater	\$15,000.00	\$0.00
\$60,000.00		
<i>Educational Outreach Programs</i>		
Make-A-Wish Foundation	\$7,500.00	\$0.00
\$15,000.00		
<i>Program Support</i>		
Marine Toys for Tots	\$7,500.00	\$0.00
\$30,000.00		
<i>Toy Distribution Program</i>		
Mayo Clinic	\$15,000.00	\$0.00
\$60,000.00		
<i>Mayo Clinic Medical School</i>		
Memorial Sloan-Kettering Cancer Center	\$15,000.00	\$0.00
\$60,000.00		
<i>Hospital Schools Program</i>		
Metropolitan Museum of Art	\$25,000.00	\$0.00
\$100,000.00		
<i>Civil War and American Art Exhibition</i>		
Metropolitan Museum of Art	\$75,000.00	\$0.00
\$150,000.00		
<i>Teen Programs</i>		

Metropolitan Opera \$80,000.00 <i>Educational Outreach Programs</i>	\$20,000.00	\$0.00
Mount Vernon Ladies' Association \$20,000.00 <i>Educational Outreach Programs</i>	\$5,000.00	\$0.00
Museum of Modern Art \$60,000.00 <i>"Family Lab" Interactive Spaces</i>	\$15,000.00	\$0.00
New York City Ballet \$80,000.00 <i>Educational Outreach Support</i>	\$20,000.00	\$0.00
New York Philharmonic \$30,000.00 <i>Educational Outreach Programs</i>	\$7,500.00	\$0.00
New York City Center, Inc \$20,000.00 <i>Educational Outreach Programs</i>	\$5,000.00	\$0.00
New York City Police Foundation, Inc. \$30,000.00 <i>Real Time Crime Center</i>	\$7,500.00	\$0.00
New York Presbyterian Hospital \$40,000.00 <i>Fund for Medicine</i>	\$10,000.00	\$0.00
New York Public Library \$80,000.00 <i>Summer Reading and Writing Program</i>	\$20,000.00	\$0.00
New York University \$50,000.00 <i>Financial Aid</i>	\$12,500.00	\$0.00
New York University Polytechnic School of \$50,000.00 <i>Financial Aid</i>	\$12,500.00	\$0.00
Royal Oak Foundation \$20,000.00 <i>Educational Outreach</i>	\$5,000.00	\$0.00
School of American Ballet \$40,000.00 <i>Financial Aid</i>	\$10,000.00	\$0.00
Seamen's Church Institute \$30,000.00 <i>Maritime Education Training Programs</i>	\$7,500.00	\$0.00

SOS Children's Villages \$30,000.00 <i>US and EU Program Support</i>	\$15,000.00	\$0.00
Special Operations Warrior Foundation \$60,000.00 <i>Financial Aid</i>	\$15,000.00	\$0.00
St. Jude Children's Research Hospital \$60,000.00 <i>Support for Summer Camps</i>	\$15,000.00	\$0.00
St. Jude Children's Research Hospital \$80,000.00 <i>Genome Project Support</i>	\$20,000.00	\$0.00
Teachers College, Columbia University \$60,000.00 <i>Financial Aid</i>	\$15,000.00	\$0.00
Teachers College, Columbia University \$20,000.00 <i>Financial Aid</i>	\$10,000.00	\$0.00
Teachers College, Columbia University \$75,000.00 <i>Student Computing Support Center gift</i>	\$25,000.00	\$0.00
The Spence School \$30,000.00 <i>Financial Aid</i>	\$15,000.00	\$0.00
United Negro College Fund \$40,000.00 <i>Emergency Student Aid Program</i>	\$10,000.00	\$0.00
United States Olympic Committee \$30,000.00 <i>Athlete Tuition Assistance Program</i>	\$7,500.00	\$0.00
World Monuments Fund \$40,000.00 <i>Conservation Project Support</i>	\$10,000.00	\$0.00
World Rehabilitation Fund \$20,000.00 <i>Rehabilitation Program Support</i>	\$5,000.00	\$0.00
Grand Total	<u>\$1,075,000.00</u>	<u>\$0.00</u>

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BROWN BROTHERS HARRIMAN & CO	6,525.	6,525.	
CITIBANK	685.	685.	
TOTAL TO PART I, LINE 3	7,210.	7,210.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BROWN BROTHERS HARRIMAN & CO	181,284.	27,203.	154,081.	154,081.	
TO PART I, LINE 4	181,284.	27,203.	154,081.	154,081.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	17,661.	0.		17,661.
TO FM 990-PF, PG 1, LN 16A	17,661.	0.		17,661.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	79,049.	79,049.		0.
ADR FEES	138.	138.		0.
CONSULTING FEES	92,500.	23,125.		69,375.
TO FORM 990-PF, PG 1, LN 16C	171,687.	102,312.		69,375.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	4,068.	4,068.		0.
FEDERAL TAX PAYMENTS	6,473.	0.		0.
TO FORM 990-PF, PG 1, LN 18	10,541.	4,068.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CSC CORPORATE FEE	245.	0.		245.
IT CONSULTING	7,313.	0.		7,313.
SOFTWARE SUPPORT SERVICES	5,790.	0.		5,790.
TELEPHONE	1,726.	0.		1,726.
STORAGE FEES	3,408.	0.		3,408.
TRANSPORTATION	2,271.	0.		2,271.
POSTAGE	330.	0.		330.
PO BOX RENTAL	180.	0.		180.
SUBSCRIPTIONS	135.	0.		135.
TO FORM 990-PF, PG 1, LN 23	21,398.	0.		21,398.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
CHECKS CLEARING IN 2014 WRITTEN DURING 2013	5,514.
PRIOR PERIOD ADJUSTMENT	2,977.
TOTAL TO FORM 990-PF, PART III, LINE 5	8,491.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS	5,781,613.	8,820,874.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,781,613.	8,820,874.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS	299,205.	305,716.
TOTAL TO FORM 990-PF, PART II, LINE 10C	299,205.	305,716.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER EQUIPMENT	2,497.	2,497.	0.
COMPUTER EQUIPMENT	34,637.	34,637.	0.
TOTAL TO FM 990-PF, PART II, LN 14	37,134.	37,134.	0.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	11
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NAME OF MANAGER

CHRYSSANTHY L. MENOUDAKOS
JOHN K. MENOUDAKOS

OCEANIC HERITAGE FOUNDATION
FORM 990-PF
PART II - BALANCE SHEET
2014 ASSET SUMMARY

	CITIBANK	BROWN BROTHERS HARRIMAN	TOTAL
ASSETS: (COST BASIS)			
SAVINGS & TEMPORARY CASH INVESTMENTS	348,308	358,614	706,922
INVESTMENTS - CORPORATE STOCK	-	5,781,613	5,781,613
INVESTMENTS - CORPORATE BONDS	-	299,205	299,205
CORPORATE BOND DETAIL PER STATEMENT OF ACCOUNT DETAIL:			
CORPORATE BONDS		99,584	
GLOBAL BONDS		<u>199,621</u>	
		299,205	
TOTAL ASSETS	348,308	6,439,432	6,787,740
ASSETS: (FMV)			
SAVINGS & TEMPORARY CASH INVESTMENTS	348,308	358,614	706,922
INVESTMENTS - CORPORATE STOCK	-	8,820,875	8,820,875
INVESTMENTS - CORPORATE BONDS	-	305,716	305,716
CORPORATE BOND DETAIL PER STATEMENT OF ACCOUNT DETAIL:			
CORPORATE BONDS		101,695	
GLOBAL BONDS		<u>204,021</u>	
		305,716	
TOTAL ASSETS	348,308	9,485,205	9,833,513

STATEMENT OF ACCOUNT

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Statement Period
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OCEANIC HERITAGE FOUNDATION

Schedule Of Principal Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL GAIN/LOSS	EST ANN INCOME	YTM	% GRP	% MKT
CASH											
PENDING CASH											
	PRINCIPAL CASH		2 49		2 49		0			0 02	0 00
	ACCRUED INCOME		12,821 00		12,821 00		0			99 98	0 14
TOTAL PENDING CASH											
			12,823 49		12,823 49		0	0		100 00	0 14
TRANSACTIONAL CASH											
345,790 57	BBH MONEY MARKET FUND REGULAR	1 00	345,790 57	1 00	345,790 57	0	0	35		100 00	3 65
TOTAL TRANSACTIONAL CASH											
			345,790 57		345,790 57		0	35		100 00	3 65
TOTAL CASH											
			358,614 06		358,614 06		0	35		100 00	3 79
FIXED INCOME											
STRATEGIC RESERVES											
29,497 098	BBH LIMITED DURATION FUND CL N	10 27	302,935 20	10 34	305,000 00	0	2,065-	4,071		100 00	3 19
TOTAL STRATEGIC RESERVES											
			302,935 20		305,000 00		2,065-	4,071		100 00	3 19
U S INV GRADE TAXABLE											
CORPORATE BONDS											
100,000	SIMON PROP GP LP NOTES 2 15% 09/15/2017 CALLABLE 06/15/2017 @ 100 DUR 2 37 YRS CY 2 11%	101 695	101,695 00	99 58	99,584 00	633	2,111	2,150	1 51	99 84	1 07
TOTAL CORPORATE BONDS											
			101,695 00		99,584 00		2,111	2,150		99 84	1 07

STATEMENT OF ACCOUNT

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Statement Period
Account Number
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OCEANIC HERITAGE FOUNDATION

Schedule Of Principal Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL GAIN/LOSS	EST ANN INCOME	YTM	% GRP	% MKT
PREFERRED STOCK											
1,200	* LEHMAN BRO HLD CP TR V PFD SER M 04/22/2053-2011	0.135	162.00	23.59	28,307.25	0	28,145-	7,200		0.16	0.00
TOTAL PREFERRED STOCK											
			162.00		28,307.25		28,145-	7,200		0.16	0.00
TOTAL U.S. INV GRADE TAXABLE											
			101,857.00		127,891.25		26,034-	9,350	100.00	100.00	1.07
GLOBAL BONDS											
100,000	TOTAL CAPITAL INTL SA NOTES MAKE WHOLE 1 5% 02/17/2017 CY 1 49%	100.664	100,664.00	99.71	99,713.00	558	951	1,500	1.18	49.34	1.06
100,000	SVENSKA HANDELSBANKEN AB NOTES 2.875% 04/04/2017 CY 2 78%	103.357	103,357.00	99.91	99,908.00	695	3,449	2,875	1.36	50.66	1.09
TOTAL GLOBAL BONDS											
			204,021.00		199,621.00		4,400	4,375	100.00	100.00	2.15
TOTAL FIXED INCOME											
			608,813.20		632,512.25		23,699-	17,796	100.00	100.00	6.41
EQUITY											
U.S. LARGE CAP EQUITY											
CONSUMER DISCRETIONARY											
2,900	BED BATH & BEYOND INC	76.17	220,893.00	72.83	211,211.85	0	9,681	0		2.75	2.33
8,725	COMCAST CORP CL A	58.01	506,137.25	20.75	181,012.10	0	325,125	7,853		6.29	5.34
1,500	* WALT DISNEY COMPANY	94.19	141,285.00	18.44	27,661.12	1,725	113,624	1,725		1.76	1.49
6,208	LIBERTY INTERACTIVE A	29.42	182,639.36	11.10	68,932.83	0	113,707	0		2.27	1.93
2,350	TARGET CORP	75.91	178,388.50	49.11	115,401.77	0	62,987	4,888		2.22	1.88

* Client Directed or Held for Sale

STATEMENT OF ACCOUNT

Statement Period
Account Number
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OCEANIC HERITAGE FOUNDATION

Schedule Of Principal Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL GAIN/LOSS	EST ANN INCOME	YTM	% GRP	% MKT
	TOTAL CONSUMER DISCRETIONARY		1,229,343 11		604,219 67		625,124	14,466		15 29	12 97
	CONSUMER STAPLES										
2,450	DIAGEO PLC- SPONSORED ADR	114 09	279,520 50	72 36	177,291 25	0	102,229	8,257		3 48	2 95
1,000	KIMBERLY-CLARK CORP	115 54	115,540 00	49 10	49,103 25	840	66,437	3,360		1 44	1 22
3,975	NESTLE S A SPONS ADR	72 95	289,976 25	52 80	209,892 89	0	80,083	8,057		3 61	3 06
2,600	UNILEVER N V NY SHARES	39 04	101,504 00	38 25	99,439 31	0	2,065	3,331		1 26	1 07
1,225	WAL-MART STORES INC	85 88	105,203 00	51 76	63,403 97	588	41,799	2,352		1 31	1 11
	TOTAL CONSUMER STAPLES		891,743 75		599,130 67		292,613	25,357		11 10	9 41
	ENERGY										
730	CALIFORNIA RESOURCES CORP COM STK	5 51	4,022 30	7 80	5,694 31	0	1,672-	7		0 05	0 04
2,650	EOG RESOURCES INC	92 07	243,985 50	45 40	120,299 70	0	123,686	1,776		3 03	2 57
1,825	OCCIDENTAL PETROLEUM CORP	80 61	147,113 25	86 38	157,634 83	1,314	10,522-	5,256		1 83	1 55
1,900	SCHLUMBERGER LTD	85 41	162,279 00	93 17	177,023 00	760	14,744-	3,040		2 02	1 71
4,600	SOUTHWSTN ENERGY CO	27 29	125,534 00	35 26	162,186 37	0	36,652-	0		1 56	1 32
	TOTAL ENERGY		682,934 05		622,838 21		60,096	10,079		8 49	7 19
	FINANCIALS										
3,600	AMERICAN EXPRESS CO	93 04	334,944 00	37 73	135,810 86	0	199,133	3,744		4 17	3 53
3,425	BERKSHIRE HATHAWAY INC-CL B	150 15	514,263 75	76 84	263,165 01	0	251,099	0		6 40	5 42
2,825	CHUBB CORP	103 47	292,302 75	56 53	159,691 63	1,413	132,611	5,650		3 64	3 08
8,100	PROGRESSIVE CORP OHIO	26 99	218,619 00	20 38	165,077 83	0	53,541	3,993		2 72	2 30
8,675	U S BANCORP	44 95	389,941 25	25 40	220,341 64	2,125	169,600	8,502		4 85	4 11

STATEMENT OF ACCOUNT

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Statement Period
Account Number
01/01/2014 through 12/31/2014
OCEANIC HERITAGE FOUNDATION

Schedule Of Principal Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL GAIN/LOSS	EST ANN INCOME	YTM	% GRP	% MKT
5.600	WELLS FARGO & CO	54 82	306,992 00	30 49	170,721 45	0	136,271	7,840		3 82	3.24
	TOTAL FINANCIALS		2,057,062 75		1,114,808 42		942,255	29,729		25 60	21 68
	HEALTHCARE										
4.025	BAXTER INTL INC	73 29	294,992 25	49 99	201,222 02	2,093	93,770	8,372		3 67	3 11
1.160	DENTSPLY INTL INC	53 27	61,793 20	29 57	34,303 38	77	27,490	307		0 77	0 65
3.275	NOVARTIS AG - ADR	92 66	303,461 50	53 80	176,207 49	0	127,254	7,657		3 77	3 20
675	HENRY SCHEIN INC COM STK	136 15	91,901 25	62 88	42,444 82	0	49,456	0		1 14	0 97
5.951	ZOETIS INC COM STK	43 03	256,071 53	30 25	180,028 65	0	76,043	1,976		3 18	2 70
	TOTAL HEALTHCARE		1,008,219 73		634,206 36		374,013	18,312		12 53	10 63
	INDUSTRIALS										
1.000	* BOEING CO	129 98	129,980 00	40 06	40,059 60	0	89,920	3,640		1 62	1 37
2.723	WASTE MANAGEMENT INC	51 32	139,744 36	33 24	90,509 23	0	49,235	4,085		1 74	1 47
	TOTAL INDUSTRIALS		269,724 36		130,568 83		139,155	7,725		3 36	2 84
	INFORMATION TECHNOLOGY										
20.000	* ALCATEL ALSTHOM SPONS ADR 1/5 SH	3 55	71,000 00	3 50	70,012 37	0	988	0		0 88	0 75
4.975	EBAY INC	56 12	279,197 00	26 30	130,844 55	0	148,352	0		3 47	2 94
340	GOOGLE INC CL A	530 66	180,424 40	298 34	101,435 91	0	78,988	0		2 24	1 90
340	GOOGLE INC CL C	526 40	178,976 00	297 39	101,111 83	0	77,864	1		2 23	1 89
500	INTL BUSINESS MACHINES CORP	160 44	80,220 00	96 69	48,345 00	0	31,875	2,200		1 00	0.85
5.734	MICROSOFT CORP	46 45	266,344 30	28 69	164,521 56	0	101,823	7,110		3 31	2.81
5.600	ORACLE CORP	44 97	251,832 00	38 75	217,012 93	0	34,819	2,688		3 13	2 65

* Client Directed or Held for Sale

STATEMENT OF ACCOUNT

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Statement Period
Account Number
01/01/2014 through 12/31/2014
CLEANWIL HERITAGE FOUNDATION

Schedule Of Principal Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL GAIN/LOSS	EST ANNUAL INCOME	YTM	% GRP	% MKT
3,200	QUALCOMM INC	74.33	237,856 00	69 44	222,208 00	0	15,648	5,376		2 96	2 51
	TOTAL INFORMATION TECHNOLOGY		1,545,849 70		1,055,492 15		490,357	17,375		19 22	16 30
	MATERIALS										
2,103	CELANESE CORP SERIES A	59 96	126,095 88	45 25	95,167 67	0	30,928	2,103		1 57	1 33
1,000	E I DU PONT DE NEMOURS	73.94	73,940 00	39 55	39,546 80	0	34,393	1,880		0 92	0 78
1,200	PRAXAIR INC	129 56	155,472 00	125 18	150,216 00	0	5,256	3,120		1 93	1 64
	TOTAL MATERIALS		355,507 88		284,930 47		70,577	7,103		4 42	3 75
	TOTAL U S LARGE CAP EQUITY		8,040,385 33		5,046,194 78		2,994,190	130,146		100 00	84 77
	U S SMALL/MID CAP EQUITY										
125	* HALYARD HEALTH INC COM	45 47	5,683 75	16 89	2,111 75	0	3,572	0		3 97	0 06
4,518 753	LONGLEAF PARTNERS SMALL CAP FD	30 42	137,460 47	22 13	100,000 00	0	37,460	136		96 03	1 45
	TOTAL U.S. SMALL/MID CAP EQUITY		143,144 22		102,111.75		41,032	136		100 00	1 51
	NON-U S DEVELOPED EQUITY										
23,260 124 N	BBH INTERNATIONAL EQUITY FUND CL	14 37	334,247 98	12 90	300,000 00	0	34,248	8,278		100 00	3 52
	TOTAL NON-U.S. DEVELOPED EQUITY		334,247 98		300,000 00		34,248	8,278		100 00	3 52
	TOTAL EQUITY		8,517,777 53		5,448,306 53		3,069,470	138,560		100 00	89 80
	Total Principal		9,485,204 79		6,439,432 84		3,045,771	156,391		100 00	100 00

* Client Directed or Held for Sale

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	COMPUTER EQUIPMENT	12/01/08	150DB	5.00	17	2,497.			2,497.	2,084.		413.
2	COMPUTER EQUIPMENT	12/30/09	150DB	5.00	17	34,637.			34,637.	26,321.		8,316.
	* TOTAL 990-PF PG 1 DEPR					37,134.		0.	37,134.	28,405.	0.	8,729.